

Date: 5th September, 2020

To
The Manager, Listing Department
National Stock Exchange of India Ltd,
Exchange Plaza, C-1 Block G
Bandra Kurla Complex, Bandra (E),
MUMBAI – 400 051

Scrip Symbol: AHLADA

Sub: Notice of the 15th Annual General Meeting - Reg.

Dear Sir/Madam,

Please find enclosed herewith Notice of 15th Annual General Meeting of the Company to be held on Wednesday, 30th September, 2020 at 11.00 A.M through Video Conference / Other Audio Visual Means, to transact the business as set out in the Notice.

A copy of the notice approved by the Board of Directors in the Meeting of the Board held on September 5th, 2020 is attached hereunder for your reference.

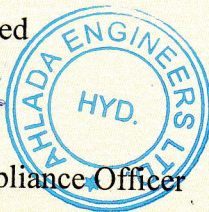
The Notice of Annual General Meeting is also available on the website of the Company at below mentioned link: <http://www.ahlada.com/pdfs/Annual-Report-2019-20.pdf>

This may be treated as Compliance of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and request the Stock Exchange and the Shareholders of the Company to kindly take the above information on record.

Thanking You,

Yours faithfully,
For Ahlada Engineers Limited


P. Kodanda Rami Reddy
Company Secretary & Compliance Officer



Ahlada Engineers Limited

Regd. Office: Door No. 4-56, Sy. # 62/1/A & 67, Tech Mahindra Road, Bahadurpally, Dundigal (Gandimysamma) Mandal, Medchal Dist., Hyderabad - 500 043.
Telangana, India. Phone: +91 98665 00811 / 98665 00822, E-mail: engineers@ahlada.com

Annual Report 2019-20



AHLADA ENGINEERS LIMITED

BOARD OF DIRECTORS

NON EXECUTIVE CHAIRMAN	: Dr. K.I. Varaprasad Reddy*
MANAGING DIRECTOR	: Shri Ch. Suresh Mohan Reddy
WHOLE TIME DIRECTOR	: Ms. Ch. Kinnera
WHOLE TIME DIRECTOR	: Shri J. Abhinav Kumar Reddy
DIRECTORS	: Shri M. Ravindra Vikram*
	Shri B.K. Sarma*
	Shri N. Bhaskara Reddy*
	Shri. G.V. Krishna Giri*
	Shri. K. Srinivas*
	*Independent, Non-Executive Directors
MANAGEMENT COMMITTEE	: Shri Ch. Suresh Mohan Reddy
	Ms. Ch. Kinnera
	Shri J. Abhinav Kumar Reddy
AUDIT COMMITTEE	: Shri M. Ravindra Vikram
	Shri B.K. Sarma
	Shri Ch. Suresh Mohan Reddy
	Shri N. Bhaskara Reddy
CORPORATE SOCIAL RESPONSIBILITY COMMITTEE	: Shri M. Ravindra Vikram
	Shri B.K. Sarma
	Shri Ch. Suresh Mohan Reddy
NOMINATION AND REMUNERATION COMMITTEE	: Shri B.K. Sarma
	Shri M. Ravindra Vikram
	Shri N. Bhaskara Reddy
RISK MANAGEMENT COMMITTEE	: Shri Ch. Suresh Mohan Reddy
	Shri B.K. Sarma
	Shri M. Ravindra Vikram
SHAREHOLDERS' GRIEVANCES COMMITTEE	: Shri B.K. Sarma
	Shri Ch. Suresh Mohan Reddy
	Shri M. Ravindra Vikram
CHIEF FINANCIAL OFFICER	: Shri A. Narasimha Rao
COMPANY SECRETARY	: Shri P. Kodanda Rami Reddy
STATUTORY AUDITORS	: M/s. Kishore & Venkat Associates
	Chartered Accountants, Hyderabad
INTERNAL AUDITORS	M/s. Vennapusa & Sunkara
	Chartered Accountants, Hyderabad

AHLADA ENGINEERS LIMITED

COST AUDITORS	: M/s. N.S.V. Krishna Rao & Associates Cost Accountants, Hyderabad
SECRETERIAL AUDITORS	: M/s. VCSR & Associates Company Secretaries, Hyderabad
BANKERS	: State Bank of India HDFC Bank Limited
REGISTERED OFFICE & CORPORATE OFFICE	: Door No. 4-56, Sy.No. 62/1/A & 67, Tech Mahindra Road, Bahadurpally, Quthbullapur Mandal, Medchal Dist. Hyderabad, Telangana- 500 043 Website: www.ahlada.com
WORKS	
Unit-1	: Sy No : 67, Tech Mahindra Road, Bahadurpally (V), Dundigal (Gandimysamma) Mandal, Medchal Dist, Hyderabad - 500 043.
Unit-2	: Sy. No. 66 & 68, Tech Mahindra Road, Bahadurpally (V), Dundigal (Gandimysamma) Mandal, Medchal Dist, Hyderabad - 500 043
Unit-3	: Sy. No. 67 Part, Tech Mahindra Road, Bahadurpally (V), Dundigal (Gandimysamma) Mandal, Medchal Dist, Hyderabad - 500 043
Unit-4	: Ware House No. 10, Sy No : 217 & 218, Kandlakoya Village, Medchal Mandal, Medchal Dist, Telangana - 501 401.
Unit-5	: Ware House No : 08, Sy No : 217 & 218, Kandlakoya Village, Medchal Mandal, Medchal Dist, Telangana - 501 401
LISTING	: EQUITY National Stock Exchange of India Limited (NSE) - SME Platform Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051
REGISTRAR & SHARE TRANSFER AGENTS	: M/s. Bigshare Services Private Limited 306, Right Wing, 3rd Floor, Amrutha Ville, Opp: Yashoda Hospital, Raj Bhavan Road, Somajiguda, Hyderabad - 500 082 Phone No. 040-2337 4967 Email: bsshyd@bigshareonline.com Website: bigshareonline.com



Message from the Managing Director

Letter to Shareholders

Performance overview

Your Company reported profit during the year 2019-20, which is a creditable performance at a time when the Indian economy slowed from a peak of 10.06% growth in FY 2006-07 to 4.2% in FY 2019-20, the slowest quarterly growth in 11 quarters. Against this landscape, your Company performed creditably, revenues stood at Rs. 110.46 cr in the year as against Rs. 207.43 cr during the previous year. We have lost nearly seven days of productive revenues on account the lockdown declared by the Government due to Covid-19 during March 2020. Your company reported profit even as revenues decreased when compared with the previous year. The net profit achieved during the year 2019-20 is Rs. 6.46 cr as against Rs.11.37 cr during the previous year in spite of challenges faced during the year due to subdued business environment in the country.

Growth strategy

During the last annual report, the management of your Company had indicated that the time had come to extend its presence in existing geographies and emerge as a pan-Indian player in view of a ground shift arising out of GST introduction and the narrowing price differential between products offered by organised companies like ours and unorganised Competition.

Optimism

Even as India is passing through a slowdown, there are good reasons to be optimistic about the country's prospects across the medium-term.

The Indian government intends to invest deeper in national infrastructure building. That provides me hope extends beyond the quantum of infrastructure; there is a corresponding premium on infrastructure quality as well, manifested in asset health, protection and low maintenance costs. Besides, there is a greater public accountability related to the employment of credible vendors, materials and practices.

This indicates that public infrastructure does not just need to be built well; it needs to be built to last. This endurance is derived not just from credible construction practices but also from a forward-looking protective mindset. This protective approach has created a compelling case for construction of housing sectors.

What makes your Company's role visible is that it is organised, research-led and listed, enhancing the confidence of large construction institutions. Besides, we do not just provide a product; we are engaged in providing a solution that enhances assuredness and a customer's peace of mind.

Outlook

During the current financial year, your Company will focus on cost rationalisation, leverage existing institutional relationships and protect the integrity of the Balance Sheet with the objective to widen its geographic footprint across the foreseeable future through stronger brand promotion on the one hand and deeper distribution presence on the other. When demand accelerates, as we are confident, the Company will be attractively placed to commence production in all shifts that doubles this capacity with no increase in capex.

I assure our shareholders that we address a multi-year growth journey, which should translate into superior value in the hands of those who own shares in our Company.

Wishing you all a successful year ahead.

Best Wishes

Ch. Suresh Mohan Reddy
Managing Director

BOARD OF DIRECTORS & KMP



Dr. K.I. Varaprasad Reddy
Chairman-Non Executive



Shri Ch Suresh Mohan Reddy
Managing Director



Shri M. Vikram Ravindra
Independent Director



Shri . B.K.Sarma
Independent Director



Shri. G.V.Krishna Giri
Independent Director



Shri N. Bhaskara Reddy
Independent Director



Shri K. Srinivas
Non Executive Director



Shri J.Abhinav
Whole Time Director



Ms. Ch. Kinnera
Whole Time Director



Shri A. Narasimha Rao
Chief Financial Officer



Shri M. Kotaiah
Sr. V P Operations



Shri P. Kodanda Rami Reddy
Company Secretary &
Compliance Officer

NOTICE TO THE MEMBERS

Notice is hereby given that the 15th Annual General Meeting of the Members of M/s. AHLADA ENGINEERS LIMITED will be held on Wednesday the 30th day of September, 2020 at 11.00 A.M through Video Conference / Other Audio Visual Means, to transact the following business. The venue of the meeting shall be deemed to be the Registered Office of the Company at Door No. 4-56, Sy.No. 62/1/A & 67, Tech Mahindra Road, Bahadurpally, Quthbullapur Mandal, Medchal Dist, Hyderabad, Telangana- 500 043.

ORDINARY BUSINESS

1. To receive, consider, approve and adopt the standalone audited financial statements of the Company for the year ended 31st March 2020, including the Audited Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss Account and Cash Flow statement for the year ended on that date and the Reports of the Directors and Auditors thereon.
2. To declare a dividend of Rs.1.20 for every Equity Share of Rs. 10/- each i.e., @12% for every Equity Share for the Financial Year 2019-20.
3. To appoint a director in place of Mr. J. Abhinav Kumar Reddy (DIN: 08002510) who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS

4. **To ratify the remuneration of the Cost Auditors for the financial year, 2020-21 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and subject to all other approvals, if any required, the Company be and is hereby authorized to pay an amount of Rs. 1,50,000/- (Rupees One Lakh Fifty Thousand Only) plus taxes as applicable and reimbursement of actual travel and out of pocket expenses as remuneration to M/s. N S V Krishna Rao & Associates (Membership No. 17143), Cost Accountants in practice, the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2021."

"RESOLVED FURTHER THAT the Board of Directors of the Company or the Company Secretary of the Company be and are hereby directed and severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board of Directors
For M/s. Ahlada Engineers Limited

Place: Hyderabad
 Date: 05.09.2020

Sd/-
Pusuluru Kodanda Rami Reddy
 Company Secretary and Compliance Officer

NOTES

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, ('the Act') relating to the Special Business to be transacted at the Annual General Meeting ('AGM') is annexed hereto. The Board of Directors have considered and decided to include the Item Nos. 4 given above as Special Business in the forthcoming AGM, as they are unavoidable in nature.
2. In view of the continuing restrictions on the movement of people at several places in the country, due to outbreak of COVID-19, the Ministry of Corporate Affairs (MCA), vide its General Circular No. 20/2020 dated 5th May, 2020 read with General Circular No. 14/2020 dated 8th April, 2020 and General Circular No. 17/2020 dated 13th April, 2020 and other applicable circulars issued by the Securities and Exchange Board of India (SEBI), has allowed the Companies to conduct the AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) during the calendar year 2020. In accordance with the said circulars of MCA, SEBI and applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the 15th AGM of the Company shall be conducted through VC / OAVM. Central Depository Services (India) Limited (CDSL) will be providing facility for voting through remote e-voting, for participation in the AGM through VC / OAVM facility and

e-voting during the AGM. The procedure for participating in the meeting through VC / OAVM is explained at Note No. 9 below and is also available on the website of the Company at www.ahlada.com.

3. As the AGM shall be conducted through VC / OAVM, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
4. Institutional / Corporate Members are requested to send a scanned copy (PDF / JPEG format) of the Board Resolution authorising its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act, at kodanda.cs@ahlada.com.
5. The Register of Members and Share Transfer Books of the Company will remain closed on Thursday, 24th September, 2020 (One day only).

ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF ANNUAL REPORT:

6. In accordance with, the General Circular No. 20/2020 dated 5th May, 2020 issued by MCA and Circular No. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated 12th May, 2020 issued by SEBI, owing to the difficulties involved in dispatching of physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).
7. Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses by writing to the Company at kodanda.cs@ahlada.com along with the copy of the signed request letter mentioning the name and address of the Member, self-attested copy of the PAN card, and self-attested copy of any document (eg.: Driving License, Election Identity Card, Passport) in support of the address of the Member. Members holding shares in dematerialised mode are requested to register / update their email addresses with the relevant Depository Participants. In case of any queries / difficulties in registering the e-mail address, Members may write to kodanda.cs@ahlada.com.
8. The Notice of AGM along with Annual Report for the financial year 2019-20, is available on the website of the Company at www.ahlada.com, on the website of Stock Exchange i.e National Stock Exchange of India Limited and on the website of Central Depository Services (India) Limited at www.evotingindia.com.

9. PROCEDURE FOR JOINING THE AGM THROUGH VC/OAVM:

CDSL e-Voting System – For Remote e-voting and e-voting during AGM

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.ahlada.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited (Emerge) at www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM i.e. www.evotingindia.com).
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

- i) The Remote e-voting facility will be available during the following voting period:

Commencing of e-voting	End of e-voting
26-09-2020 (9.00 a.m.)	29-09-2020 (5.00 p.m.)

During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23rd September, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- iv) Click on "Shareholders" module.
- v) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.
- vi) Next enter the Image Verification as displayed and Click on Login.
- vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- viii) If you are a first time user follow the steps given below:

	For Shareholders holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) ❖ Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.

Dividend Bank Details	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.
OR Date of Birth (DOB)	❖ If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- ix) After entering these details appropriately, click on "SUBMIT" tab.
- x) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii) Click on the **EVSN 200902102** for **<AHLADA ENGINEERS LIMITED>** on which you choose to vote.
- xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xix) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/RTA email id.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.

2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 72 hours prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at RTA email id: agmparticipant@bigshareonline.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 72 hours prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at RTA email id: agmparticipant@bigshareonline.com. These queries will be replied to by the company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
7. Shareholder should send a mail mentioning the Company name and AGM date in subject line.
8. On receipt of request from share holder, Company's RTA shall share a link with shareholder for joining the meeting before 48 hrs of the date of AGM.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

xx) Note for Non – Individual Shareholders and Custodians

- ❖ Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- ❖ A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- ❖ After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- ❖ The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- ❖ A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- ❖ If you have any queries or issues regarding attending AGM & e-voting Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; Kodanda.cs@ahlada.com, if they have voted

AHLADA ENGINEERS LIMITED

from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022- 23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

GENERAL INFORMATION:

10. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot User Details/Password?' or 'Physical User Reset Password?' option available on www.evotingindia.com to reset the password.
11. The voting rights shall be as per the number of equity shares held by the Member(s) as on Wednesday, 23rd September, 2020, being the cut-off date. Members are eligible to cast vote electronically only if they are holding shares as on that date.
12. The Company has appointed Mr. Ch. Veeranjanyulu, Practising Company Secretary (FCS No. 6121 and CP No. 6392), Partner of VCSR & Associates to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter
13. The results of the electronic voting shall be declared to the Stock Exchanges after the conclusion of AGM. The results along with the Scrutinizer's Report, shall also be placed on the website of the Company at www.ahlada.com

PROCEDURE FOR INSPECTION OF DOCUMENTS:

14. All the documents referred to in the accompanying Notice and Explanatory Statements, shall be available for inspection through electronic mode, basis the request being sent on kodanda.cs@ahlada.com
15. During the AGM, the Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act shall be available for inspection.

DIVIDEND RELATED INFORMATION:

16. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Wednesday, 23rd September, 2020, being the cut-off date will be paid the Dividend for the financial year ended 31st March, 2020, as recommended by the Board, if approved at the AGM to those Shareholders whose names are registered as such in the Register of Members of the Company as on Wednesday, 23rd September, 2020 and to the beneficiary holders as per the beneficiary list as on Wednesday, 23rd September, 2020 provided by the NSDL and CDSL, subject to deduction of tax at source where applicable.
17. Members holding shares in demat form are hereby informed that bank particulars registered with their respective Depository Participants, with whom they maintain their demat accounts, will be used by the Company for the payment of dividend. The Company or its Registrar cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participant(s) of the Members. Members holding shares in demat form are requested to intimate any change in their address and / or bank mandate immediately to their Depository Participants.
18. Members holding shares in physical form are requested to intimate any change of address and / or bank mandate to Bigshare Services Private Limited, Registrar and Share Transfer Agent of the Company or Investor Service Department of the Company immediately by sending a request on email at kodanda.cs@ahlada.com or contact Bigshare Services Private Limited at prabhakar@bigshareonline.com. In case, the Company is unable to pay the dividend to any shareholder by the electronic mode, due to non-availability of the details of the bank account, the Company shall upon normalisation of the postal services, dispatch the dividend warrant to such shareholder by post.

19. The Company provides the facility to the Shareholders for remittance of dividend directly in electronic mode through National Automated Clearing House (NACH). In view of the outbreak of the COVID-19 pandemic and resultant difficulties involved in dispatching of physical dividend warrants, Shareholders holding shares in physical form and desirous of availing this facility of electronic remittance are requested to provide their latest bank account details (Core Banking Solutions Enabled Account Number, 9 digit MICR and 11 digit IFSC Code), along with their Folio Number, to the Company. Shareholders holding shares in dematerialized form are requested to provide the said details to their respective Depository Participants.
20. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of Shareholders with effect from 1st April, 2020 and the Company is required to deduct tax at source from dividend paid to the Shareholders at the prescribed rates. For the prescribed rates for various categories, the Shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The Shareholders are requested to update their PAN with the Company/ RTA (in case of shares held in physical mode) and their respective Depository Participants (in case of shares held in dematerialized form). A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by Email to Kodanda.cs@ahlada.com by 19th September, 2020. Effective April 1, 2020, as per the Income Tax Act, 1961, the dividend income is taxable in the hands of shareholders. Accordingly, if any resident individual shareholder is in receipt of dividend exceeding Rs.5,000 in a fiscal year, entire dividend will be subject to TDS @ 7.5%. The rate of 7.5% is applicable provided the shareholder has updated his/her Permanent Account Number (PAN) with the depository/ Registrar and Transfer Agent (RTA). Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%. Resident shareholders who are eligible for deduction of TDS at a concessional or NIL rate as per Section 197 of the Income tax Act, 1961, can submit the certificate/letter issued by the Assessing Officer, to avail the benefit of lower rate of deduction or non-deduction of tax at source by Email to kodanda.cs@ahlada.com by 25th September, 2020. Non-resident Shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an Email to kodanda.cs@ahlada.com. The aforesaid declarations and documents need to be submitted by the Shareholders by 25th September, 2020.
21. In terms of the provisions of Sections 124 and 125 of the Act, dividend which remains unpaid/ unclaimed for a period of 7 (seven) years from the date of declaration is required to be transferred to the Investor Education and Protection Fund ("IEPF") established by the Central Government. Further, in terms of the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), Equity Shares, in respect of which dividend has not been paid or claimed for 7 (seven) consecutive years or more from the date of declaration, are also required to be transferred to an account viz. IEPF Suspense Account, which is operated by the IEPF Authority pursuant to the IEPF Rules. All equity shares of the Company on which dividend has not been paid or claimed for 7 (seven) consecutive years or more, shall be transferred by the Company to the IEPF from time to time. Details of unpaid / unclaimed dividend and equity shares transferred to IEPF are uploaded on the website of the Company as well as that of the Ministry of Corporate Affairs, Government of India ("MCA"), if any. No claim shall lie against the Company in respect of unclaimed dividend amount and equity shares transferred to the IEPF and IEPF Suspense Account, respectively, pursuant to the IEPF Rules. Shareholders can however claim both the unclaimed dividend amount and the equity shares from the IEPF Authority by making an online application in web Form No. IEPF-5, the details of which are available at www.iepf.gov.in.
22. In terms of the provisions of Section 72 of the Act, the facility for making nomination is available for the Shareholders in respect of the shares held by them. Shareholders who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Shareholders holding shares in dematerialized form are requested to submit the said details to their Depository Participant(s) and the Shareholders holding shares in physical form, are requested to submit the said details to the Company or RTA.
23. Shareholders are requested to quote their Folio No. or DP ID - Client ID, as the case may be, in all correspondence with the Company or the RTA.
24. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialised form with effect from, 1st April, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialised form. 33 The Securities and Exchange Board of India (SEBI) vide its circular dated

AHLADA ENGINEERS LIMITED

20th April, 2018 has mandated registration of Permanent Account Number (PAN) and Bank Account Details for all securities holders. Members holding shares in physical form are therefore, requested to submit their PAN and Bank Account Details to Bigshare Services Private Limited / Investor Services Department of the Company by sending a duly signed letter along with self-attested copy of PAN Card and original cancelled cheque through email at kodanda.cs@ahlada.com. The original cancelled cheque should bear the name of the Member. In the alternative Members are requested to submit a copy of bank passbook / statement attested by the bank. Members holding shares in demat form are requested to submit the aforesaid information to their respective Depository Participant.

25. Those persons, who have acquired shares and have become members of the Company after the dispatch of Notice of the AGM by the Company and whose names appear in the Register of Members or Register of beneficial holders as on the cut-off date i.e. Wednesday, 23rd September, 2020 shall view the Notice of the 15th AGM on the Company's website or on the website of CDSL. Such persons may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com. However, if he/ she is already registered with CDSL for remote e-voting then he/ she can cast his/her vote by using existing User ID and password and by following the procedure as mentioned above or by voting at the AGM.
26. Voting rights of the Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. Wednesday, 23rd September, 2020. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
27. Every Client ID No./ Folio No. will have one vote, irrespective of number of joint holders.
28. Since the AGM will be held through Video Conferencing or Other Audio Visual Means, route map of venue of the AGM and admission slip is not attached to this Notice.

SCRUTINIZER'S REPORT AND DECLARATION OF RESULTS:

29. The Company has appointed Mr. Ch. Veeranjanyulu, Membership No. F6121 & Certificate of Practice No. 6392, Company Secretaries in practice, as the Scrutinizer to scrutinize the remote e-voting and the e-voting at the AGM in a fair and transparent manner.
30. The Scrutinizer shall, after the conclusion of e-voting at the AGM, first count the votes cast vide e-voting at the AGM and thereafter shall, unblock the votes cast through remote e-voting, in the presence of at least two witnesses not in the employment of the Company. He shall submit a Consolidated Scrutinizer's Report of the total votes cast in favour or against, not later than 48 (forty eight) hours of the conclusion of the AGM, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
31. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.ahlada.com and on the website of CDSL i.e. www.evotingindia.com. The Company shall simultaneously forward the results to National Stock Exchange of India Limited, where the shares of the Company are listed.

EXPLANATORY STATEMENT

(PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013)

Item No. 4

The Board of Directors of the Company, on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. N S V Krishna Rao & Associates (Membership No. 17143), Cost Accountants in practice, Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2021 is Rs. 1,50,000/- (Rupees One Lakh Fifty Thousand Only) plus taxes as applicable and reimbursement of out-of-pocket expenses. In terms of the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company.

Accordingly, consent of the Members is sought for passing the resolution as set out in item no. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2021.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested in the said resolution.

The Board accordingly recommends the resolution set out at item no. 4 of this Notice for your approval

By Order of the Board of Directors
For M/s. Ahlada Engineers Limited

Place: Hyderabad
Date: 05.09.2020

Sd/-
Pusuluru Kodanda Rami Reddy
Company Secretary and Compliance Officer

Disclosures:

The Disclosure of Corporate Governance Report is not applicable on the Company as per Regulation 15 (2) (b) of the SEBI(Listing Obligations and Disclosure Requirements).

ANNEXURE TO ITEM No. 3 OF THE NOTICE

Disclosure relating to Directors pursuant to Regulation 36(3) of Listing Regulations, 2015 and Secretarial Standard on General Meetings:

Name of the Director	J. Abhinav Kumar Reddy
Director Identification Number (DIN)	08002510
Date of Birth	13.05.1994
Nationality	Indian
Date of appointment on Board	14.11.2018
Qualification	Masters degree in Industrial Engineering from Wayne State University, Detroit
Shareholding in the company	Nil
List of Directorships held in other Companies (excluding foreign, private and Section 8 Companies)	Nil
Memberships / Chairmanships of Audit and Stakeholders' Relationship Committees across Public Companies	1. Audit Committee: Nil 2. Stakeholders' Relationship Committees: Nil
Relationship	Nil



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Engineering a better tomorrow!

Ahlada Engineers Limited



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